

## **NOTICE OF ANNUAL GENERAL MEETING**

THE NEWBURY AND DISTRICT AGRICULTURAL SOCIETY  
(Incorporated in England with Registered Company Number 2630481)  
(Registered Charity Number 1003898)

**Notice is hereby given that the Annual General Meeting of  
The Newbury & District Agricultural Society will be held at  
The Royal British Legion Hall, Pelican Lane, Newbury, Berkshire RG14 1NP  
On 14<sup>th</sup> March 2018 7.00p.m for 7.30 p.m.**

**Election to the Board of Management. In accordance with the Memorandum and Articles of Association of the Society (its constitution), elections to the Board should occur at the AGM. There will be one vacancy for which a single nomination was received in the Society office by the deadline of 12 Noon on 17th January 2018. Therefore, there is no requirement for a poll to be taken at the meeting; details of the nominees will be available on the Society web site, [www.newburyshowground.co.uk](http://www.newburyshowground.co.uk), shortly.**

### **AGENDA**

1. Apologies for absence
2. Approval of the Minutes of the Annual General Meeting held on Wednesday 8<sup>th</sup> February 2017. (Available to view and download from the Society website, [www.newburyshowground.co.uk](http://www.newburyshowground.co.uk).)
3. Statement of Accounts for the Year ended 31 December 2017 and Trustees Report. The accounts will be available to view and to download from the Society's website. A paper copy will be made available on request and receipt of a stamped and addressed envelope. Please telephone 01635 247111 or email [Natalie@newburyshowground.co.uk](mailto:Natalie@newburyshowground.co.uk)
4. Election of one member to the Board of Management of the Society.
5. Vote of thanks to the retiring Chairman of Shows Council
6. Election of the President for 2018
7. Vote of Thanks to the retiring President
8. Election of the President-Elect.
9. Election of Honorary Officers for 2018
10. Approval of the appointment of Messrs James Cowper Kreston as Auditors
11. Special Business- to propose the following amendments to the society's memorandum and articles of association.

The Following Special Business will be considered:

1. To amend Article 27 to delete ' and the appointment and fixing of remuneration of the auditors' as this is now done as a part of the Society's tendering and contracting processes.

Article 27 will therefore be amended to

‘All business will be deemed special that is transacted at a general meeting, with the exception of the following business at an Annual General Meeting: the consideration of the accounts, balance sheets, and the reports of the directors and auditors, and the election of Trustees in the place of those retiring.’

2. To amend Article 46 so that the appointments of President and President Elect of the Society will run for a calendar year (ie 1<sup>st</sup> January-31<sup>st</sup> December) to coincide with the new accounting year, rather than from AGM to AGM.

Article 46 will therefore be amended to

‘There will be an Honorary President and an Honorary President Elect of the Society who will be elected by the Members in Annual General Meeting and will each hold such office **in the calendar year following the appointment**’

3. To amend Article 92 to remove ‘auditor, reporting accountant’ from the list of those to be indemnified by the Society. As our Auditors will be paid professionals it should be for their company’s professional insurance to indemnify them.

Article 92 will therefore be amended to

‘To the extent permitted by Section 232 to 234 of the CA 2006, the Society shall indemnify out of the assets of the Society any Trustee, officer, company member or member of the Shows Council or other committee formed in accordance with these Articles against any liability incurred by him or her in successfully defending legal proceedings in the capacity, or in connection with any application in which relief is granted by the court from liability for negligence, default or breach of duty or breach of trust in relation to the Society.’

*By order of the Board of Management  
Alison Brown, Chairman*

**Following the formal business conducted at the AGM there will be an opportunity for Members to raise issues for consideration by Board of Management.**